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C40 DESOTO COUNTY, MS  
W.E. DAVIS, CH CLERK

Prepared by and Return To:

**J1100720MS**

NATIONWIDE TRUSTEE SERVICES, INC.

1587 Northeast Expressway

Atlanta, GA 30329

(404)-417-4040

INDEXING INSTRUCTIONS: Lot 13, Section "A" Country Village West, in Section 3, Township 2 South, Range 6 West, DeSoto County, Mississippi

**SUBSTITUTION OF TRUSTEE**

WHEREAS, on December 11, 2007, Brandon A Luellen and Christy Luellen, executed a Deed of Trust to Pinnacle Escrow LLC for the use and benefit of Mortgage Electronic Registration Systems, Inc, acting solely as a nominee for EquiFirst Corporation, its successors and assigns which Deed of Trust is on file and of record in the office of the Chancery Clerk of De Soto County, Mississippi, in Deed of Trust Record Book 2837, Page 109 thereof; describing the following property:

Land situated in DeSoto County, Mississippi to wit: Lot 13, Section "A" Country Village West, in Section 3, Township 2 South, Range 6 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat book 47, page 24, in the office of the Chancery Clerk of DeSoto County, Mississippi. Being the same property conveyed to grantor, Brandon A, Luellen and wife, Christy Luellen, herein by Warranty Deed of record at Book 305, Page 739, dated August 30, 1996, filed September 3, 1996, in the Chancery Clerk's office of DeSoto County, Mississippi

WHEREAS, the undersigned is the present holder and beneficiary of the deed of trust; and

WHEREAS, under the terms of said Deed of Trust the beneficiary or any assignee is authorized to appoint a Trustee in the place and stead of the original Trustee or any successor Trustee in said Deed of Trust; and

Should the undersigned become the last and highest bidder at the foreclosure sale, the Substitute Trustee is hereby authorized to transfer and assign said bid to/convey title to said foreclosed property to the **THE BANK OF NEW YORK MELLON TRUST COMPANY, NATIONAL ASSOCIATION AS GRANTOR TRUSTEE OF THE PROTIUM MASTOR GRANTOR TRUST**, its successors and assigns. The statement in the Substitute Trustee's Deed that the undersigned has requested the transfer of its bid to Grantee(s) in the Substitute Trustee's Deed shall be binding on the undersigned and conclusive evidence in favor of the assignee or other parties thereby, and that the Substitute Trustee is duly authorized and empowered to execute same.

NOW THEREFORE, the undersigned does hereby appoint and substitute <sup>✓</sup>~~NATIONWIDE~~ <sup>✓</sup>~~TRUSTEE SERVICES, INC.,~~ as Trustee in said Deed of Trust, the said ~~NATIONWIDE TRUSTEE SERVICES, INC.,~~ to have all the rights, powers and privileges of the Trustee named in said Deed of Trust.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed on this  
the 18 day of July, 2011.



THE BANK OF NEW YORK MELLON TRUST  
COMPANY, NATIONAL ASSOCIATION AS GRANTOR  
TRUSTEE OF THE PROTIUM MASTER GRANTOR  
TRUST BY STATEBRIDGE COMPANY, LLC., AS  
ATTORNEY IN FACT

By: [Signature]  
David McDonnell, Managing Director

Power of Attorney Attached as Exhibit A

STATE OF COLORADO  
COUNTY OF DENVER

On this 18 day of July, 2011 before me,  
Cassandra Hesse, Notary Public personally appeared

David McDonnell  
who is Managing Director, of The Bank of New

York Mellon Trust Company, National Association as Grantor Trustee of the Protium  
Master Grantor Trust, and who proved to me on the basis of satisfactory evidence to be the  
person whose name is subscribed to the within instrument and acknowledged to me that he/she  
executed the same in his/her/their authorized capacity and that by his/her signature on the  
instrument the person or the entity upon behalf of which the person acted, executed the  
instrument.

Given under my hand this 18 day of July, 2011



[Signature]  
NOTARY PUBLIC

My Commission Expires:  
12/18/12

**EXHIBIT A****Limited Power of Attorney**

This Limited Power of Attorney is executed as of June \_\_, 2010, by The Bank of New York Mellon Trust Company, National Association as grantor trustee of the Protium Master Grantor Trust having an office at 601 Travis Street, 16<sup>th</sup> Floor, Houston, TX 77002 ("Owner"), appointing as attorney-in-fact Statebridge Company, LLC having an office at 4600 S. Syracuse Street, Suite 700, Denver, Colorado 80237 ("Statebridge").

**RECITALS:**

- A. Owner is the holder of certain mortgage loans and/or REO properties, which are serviced by DHM Mortgage Servicing LLC ("DHM"), pursuant to a Servicing Agreement ("DHM Servicing Agreement") effective as of April 29, 2010;
- B. DHM and Statebridge entered into a Servicing Agreement ("Statebridge Servicing Agreement") effective as of July 9, 2010, pursuant to which Statebridge will sub-service certain mortgage loans and/or REO properties as more particularly described on the schedule provided to Statebridge by Owner (collectively, "Mortgage Loans") on behalf of the Owner;
- C. In connection with Statebridge's performance of such functions, Statebridge has requested that the Owner authorize Statebridge to execute certain documents on the Owner's behalf as further described herein.

***Statebridge is authorized to act as attorney-in-fact in the following limited circumstances:***

Owner hereby appoints Statebridge as its attorney-in-fact, with full power of substitution, to exercise at any time all or any of the following powers: (i) to execute on behalf of Owner any documents or instruments necessary to collect payments against, to liquidate or cancel any mortgage subject to the Statebridge Servicing Agreement in accordance with such Statebridge Servicing Agreement, and to otherwise manage and service the Mortgage Loans and properties in accordance with the Statebridge Servicing Agreement; (ii) to execute on behalf of Owner any assignments, documents or instruments necessary to assign, convey, or otherwise transfer its interest in the Mortgage Loans as per the Statebridge Servicing Agreement; (iii) to execute documents on behalf of Owner in connection with any bankruptcy or receivership of a mortgagor whose Mortgage Loan is subject to the Statebridge Servicing Agreement; (iv) to execute on behalf of Owner any documents necessary to carry out foreclosure of any mortgaged property securing a Mortgage Loan subject to the Statebridge Servicing Agreement; (v) to execute on behalf of the Owner any necessary documents to effectuate an eviction, unlawful detainer or similar dispossession proceeding; (vi) to execute on behalf of Owner any documents necessary for the offer, listing, closing of sale and conveyance of real estate owned ("REO") property in accordance with the terms of the Statebridge Servicing Agreement; and, (vii) to endorse checks made payable to the Owner. This limited power of attorney is not intended to extend the powers granted to Statebridge under the Statebridge Servicing Agreement or to allow Statebridge to take any action with respect to a Mortgage Loan not authorized by the Statebridge Servicing Agreement.

- C. Owner represents that any bank, title company, courts, governmental agencies, or other institutions may rely on this Limited Power of Attorney in honoring the acts of Statebridge hereunder.
- D. Statebridge hereby agrees to indemnify and hold the Owner, DHM and their respective directors, officers, employees and agents harmless from and against any and all liabilities, obligations, losses, damages, penalties, actions, judgments, suits, costs, expenses or disbursements of any kind or nature whatsoever incurred by reason or result of or in connection with the exercise by Statebridge of the powers granted to it hereunder. The foregoing indemnity shall survive the termination of this Limited Power of Attorney.
- E. This Limited Power of Attorney is entered into and shall be governed by the laws of the state of Colorado. To the extent permitted by other applicable law, the terms and provisions of this Agreement shall control in the event of any conflict between such terms or provisions.

F. This Limited Power of Attorney shall terminate upon the earlier of (i) notice from the Owner of the termination of this Limited Power of Attorney or (ii) the termination of the Servicing Agreement and shall not apply to a Mortgage Loan that has been transferred into a security or otherwise conveyed to a third party by Owner.

IN WITNESS WHEREOF, the parties have executed this Limited Power of Attorney on the day and year first above written.

The Bank of New York Mellon Trust Company, National Association as grantor trustee of the Protium Master Grantor Trust

By: Shantelle Jones-Harris

Name: Shantelle Jones-Harris

Title: Vice President

Title: Authorized Signatory

WITNESSES

By: Emily R Sobkowiak

Name: EMILY SOBKOWIAK

Title:

By: Mary Vetsian

Name: Mary Vetsian

Title:

STATE OF Illinois

: ss.

COUNTY OF Cook

On the 23 day September 2009, before me, a Notary Public in and for said State, personally appeared Shantelle Jones-Harris BNY Mellon personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the preceding instrument and acknowledged to me that they executed the same in their authorized capacities and that by their signatures on the instrument the persons or the entities upon behalf of which the persons acted, executed the instrument as of September 23, 2009

WITNESS my hand and official seal.



Danita S. George  
Notary Public